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(Stock Exchange Code 7315)
June 10, 2016

To Shareholders with Voting Rights:

Masashi Harada
President and Representative Director
IJT Technology Holdings Co., Ltd.
8-27, Konan 1-chome, Minato-ku,
Tokyo, Japan

**NOTICE OF
THE 3RD ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 3rd Annual General Meeting of Shareholders of IJT Technology Holdings Co., Ltd. (the “Company”). The meeting will be held as described below.

If you are unable to attend the meeting, you can exercise your voting rights by one of the following methods. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. (close of operation on that day) on Tuesday, June 28, 2016, Japan time.

[Exercise of voting rights in writing (document)]

Please indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by the above deadline.

[Exercise of voting rights via the Internet]

Please access the Company’s Web site for exercising voting rights (<http://www.evotep.jp/>) using your PC, smartphone or mobile phone, follow the instructions on the screen, and enter your vote for or against the proposals using the “login ID” and the “Temporary Password” printed on the enclosed Voting Rights Exercise Form by the above deadline.

- 1. Date and Time:** Wednesday, June 29, 2016, at 10:00 a.m. Japan time (The reception desk opens at 9 a.m.)
- 2. Place:** Nexuswind, TKP GardenCity Shinagawa, SHINAGAWA GOOS 1F, 13-3, Takanawa 3-chome, Minato-ku, Tokyo, Japan
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. The Business Report, Consolidated Financial Statements for the Company’s 3rd Fiscal Year (April 1, 2015–March 31, 2016) and results of audits by the Accounting Auditor and the Board of Audit & Supervisory Board Members of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 3rd Fiscal Year (April 1, 2015–March 31, 2016)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of 2 Directors
- Proposal 3:** Election of 2 Audit & Supervisory Board Members

4. Matters determined for convocation of this general meeting of shareholders

- (1) Handling of exercised voting rights without indication of vote for or against proposals
If there is no indication of either for or against a proposal on Voting Rights Exercise Form, the intent shall be deemed to be for the proposal.
 - (2) Exercise of voting rights through a proxy
If you are unable to attend the meeting, you can exercise your voting rights through a proxy, who must be another shareholder of the Company with voting rights. Such proxy will be required to submit a document certifying his/her authority as proxy.
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Please bring this convocation notice to the meeting with you to save natural resources.
 - The following items are posted on the Company's Web site (<http://www.ijtt-hd.co.jp/>) pursuant to laws and Article 15 of the Company's Articles of Incorporation, therefore they are not described in this convocation notice.
 - (1) Notes to Consolidated Financial Statements
 - (2) Notes to Non-consolidated Financial StatementsOther than the attached documents to this convocation notice, the Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements, which are posted on the Company's Web site, are included in the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members and the Accounting Auditor.
 - Should the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (<http://www.ijtt-hd.co.jp/>).
 - On the day of the Meeting, the Company will adopt "Cool Biz" attire.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

With regard to the appropriation of surplus, the Company intends to pay a year-end dividend for its 3rd fiscal year, which ended March 31, 2016, as described below, considering such factors as business performance for the fiscal year under review and future business development.

1. Type of dividend property:
Cash
2. Matters regarding the allocation of dividend property to shareholders and its total amount:
¥8 per share (common stock of the Company) Total amount: ¥390,068,336
3. Effective date for dividends from surplus:
June 30, 2016

Proposal 2: Election of 2 Directors

Company Directors Yasuaki Shimizu and Katsumi Masuda will resign from their post at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of 2 Substitute Directors is proposed.

The term of office of the Substitute Directors to be elected at this General Meeting of Shareholders shall be until the end of the term of office of the other incumbent Directors as prescribed by Article 20 of the Company's Articles of Incorporation.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions, area of responsibility and significant concurrent positions	Number of shares of the Company held
1 *	Kazunori Asada (April 15, 1956)	<p>March 1979 Joined Jidosha Buhin Kogyo Co., Ltd.</p> <p>July 2007 Executive Officer; General Manager of Quality Control, Maintenance, IMM; and In charge of Special Assistant to the President of Jidosha Buhin Kogyo Co., Ltd.</p> <p>January 2008 Executive Officer; General Manager of Production Engineering of Jidosha Buhin Kogyo Co., Ltd.</p> <p>June 2009 Director; General Manager of Production Engineering of Jidosha Buhin Kogyo Co., Ltd.</p> <p>April 2010 Director; General Manager of Production Engineering and Overseas Production Project of Jidosha Buhin Kogyo Co., Ltd.</p> <p>April 2013 Managing Executive Director; General Manager of Production Engineering and Overseas Production Project of Jidosha Buhin Kogyo Co., Ltd.</p> <p>April 2014 Managing Executive Director; General Manager of Production Division of Jidosha Buhin Kogyo Co., Ltd.</p> <p>April 2015 Senior Executive Director; General Manager of Production Division of Jidosha Buhin Kogyo Co., Ltd.</p> <p>April 2016 President of Jidosha Buhin Kogyo Co., Ltd. (to present)</p>	27,000
2 *	Ichiro Tsuchiya (January 6, 1951)	<p>April 1973 Joined Mitsubishi Trust and Banking Corporation (current Mitsubishi UFJ Trust and Banking Corporation)</p> <p>June 2002 Operating Officer; and General Manager of Corporate Banking Division, Head Office of Mitsubishi Trust and Banking Corporation</p> <p>June 2004 Representative Director of Ryoshin Resort Co., Ltd.</p> <p>June 2005 Auditor of I Metal Technology Co., Ltd.</p> <p>June 2006 Chairman of Mitsubishi UFJ Trust Hosyo Co., Ltd.</p> <p>June 2006 Outside Auditor of Maruzen Showa Unyu Co., Ltd.</p> <p>June 2011 Outside Auditor of Jidosha Buhin Kogyo Co., Ltd.</p> <p>October 2013 Outside Audit & Supervisory Board Member of the Company (to present)</p>	3,060

(Notes)

- * indicates a new candidate for Director.
- There are no special interests between each candidate for Director and the Company.
- Ichiro Tsuchiya is a candidate for Outside Director.
- Ichiro Tsuchiya, a candidate for Outside Director, is currently an Outside Audit & Supervisory Board Member of the Company and has been designated as an independent officer as stipulated by the Tokyo Stock Exchange. Mr. Tsuchiya will have served as an Outside Audit & Supervisory Board Member of the Company for two years and eight months at the conclusion of this General Meeting of Shareholders. Mr. Tsuchiya is scheduled to resign from the position of Outside Audit & Supervisory Board Member of the Company upon the conclusion of this General Meeting of Shareholders.
- The Company appointed Ichiro Tsuchiya as a candidate for Outside Director based on Mr. Tsuchiya's abundant experience and knowledge as a corporate manager, and the Company expects Mr. Tsuchiya to supervise the management of the Company and to help strengthen corporate governance by providing useful advice on overall management of the Company.
- If Ichiro Tsuchiya is elected as Outside Director, the Company intends to continue to report Mr. Tsuchiya as an independent officer to the Tokyo Stock Exchange. Although Mr. Tsuchiya was a business operator of Mitsubishi UFJ

Trust and Banking Corporation, a major client of the IJTT Group, it has been 12 years since he retired from the corporation, therefore he is not in a position affected by any intention of the corporation.

7. The Company has a contract with Mr. Tsuchiya for limitation of indemnity liability for damages as provided in Article 423, Paragraph 1, of the Companies Act on the basis of the provisions of Article 427, Paragraph 1, of the Companies Act. The limit of the liability under the contract shall be the amount set forth in Article 425, Paragraph 1, of the Companies Act. If Mr. Tsuchiya is elected, the Company intends to newly conclude a similar contract with him.

Proposal 3: Election of 2 Audit & Supervisory Board Members

The Company's Audit & Supervisory Board Members, Tsutomu Yamada and Ichiro Tsuchiya, will both resign from their office at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of 2 Substitute Audit & Supervisory Board Members is proposed.

The term of office of the Substitute Audit & Supervisory Board Members to be elected at this General Meeting of Shareholders shall be until the end of the term of office of these resigning Audit & Supervisory Board Members, as prescribed by Article 31 of the Company's Articles of Incorporation.

The Board of Audit & Supervisory Board Members has previously given its approval to this proposal.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1 *	Hiroshi Oyama (May 22, 1956)	<p>April 1979 Joined Isuzu Motors Limited</p> <p>April 2007 Executive Officer; General Manager of Chinese Local Business; In charge of Legal and Intellectual Property Division, Administration Department; and In charge of Chinese Business Division, International Sales Department of Isuzu Motors Limited</p> <p>April 2008 Executive Officer; General Manager of Chinese Local Business of Isuzu Motors Limited</p> <p>February 2009 President and Representative Director of Isuzu Umax Corporation</p> <p>April 2012 Chairman and Representative Director of Isuzu Umax Corporation</p> <p>April 2012 Provisional Standing Corporate Auditor of Isuzu Motors Limited</p> <p>June 2012 Standing Corporate Auditor of Isuzu Motors Limited (to present)</p>	0
2 *	Akiko Urabe (November 29, 1972)	<p>April 2000 Registered as a lawyer</p> <p> Joined South Toranomon Law Offices</p> <p>January 2010 Partner of South Toranomon Law Offices (to present)</p>	0

(Notes)

- * indicates a new candidate for Audit & Supervisory Board Member.
- There are no special interests between each candidate for Audit & Supervisory Board Member and the Company.
- In the past five years, Hiroshi Oyama was a business operator of ISUZU UMAX Corporation ("ISUZU UMAX"), a subsidiary of Isuzu Motors Limited ("Isuzu Motors"), which is the Company's parent company. His positions at ISUZU UMAX were as indicated in the brief career history above.
- Hiroshi Oyama and Akiko Urabe are both candidates for Outside Audit & Supervisory Board Member. The Company plans to designate Ms. Urabe as an independent officer as stipulated by the Tokyo Stock Exchange and report her as such to the Exchange.
- The Company appointed Hiroshi Oyama as a candidate for Outside Audit & Supervisory Board Member because Mr. Oyama possesses long business experience accumulated for many years mainly in corporate legal affairs at Isuzu Motors and possesses abundant experience and broad insights as a Standing Corporate Auditor at Isuzu Motors for the past four years. Based on his expertise, the Company expects Mr. Oyama to monitor the Company's overall management and provide effective advice. Therefore, the Company proposes to elect him as Outside Audit & Supervisory Board Member. Mr. Oyama is scheduled to retire as Outside Corporate Auditor of Isuzu Motors, due to the expiration of the term of office, upon the conclusion of the ordinary general meeting of shareholders of Isuzu Motors to be held on June 29, 2016.
- The Company appointed Akiko Urabe as a candidate for Outside Audit & Supervisory Board Member because Ms. Urabe possesses outstanding capabilities and insights in laws and regulations, based on which the Company judged her to be able to conduct objective audits. Therefore, the Company seeks the election of Ms. Urabe as an Outside Audit & Supervisory Board Member. Although Ms. Urabe has not been involved in corporate management as a business operator, for the above reasons, the Company believes she will be able to fulfill the duties as Outside Audit & Supervisory Board Member appropriately.
- In the case Hiroshi Oyama and Akiko Urabe are elected, the Company plans to enter into a contract for limitation of indemnity liability for damages as provided in Article 423, Paragraph 1, of the Companies Act on the basis of the provisions of Article 427, Paragraph 1, of the Companies Act. The limit of the liability under the contract shall be the amount set forth in Article 425, Paragraph 1, of the Companies Act.